

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Eastern District of Oklahoma
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy****12/15**

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. **Debtor's name** Sanders Nursery & Distribution Center, Inc.

2. **All other names debtor used in the last 8 years**

Include any assumed names, trade names, and *doing business* as names

3. **Debtor's federal Employer Identification Number (EIN)** 7 3 1 5 5 6 0 3 0

4. **Debtor's address**

Principal place of business			Mailing address, if different from principal place of business		
3050 S. Muskogee Ave.			P.O. Box 1836		
Number	Street		Number	Street	
Tahlequah OK 74464			P.O. Box Tahlequah OK 74464		
City	State	ZIP Code	City	State	ZIP Code
County			Location of principal assets, if different from principal place of business		
			20705 E. 161st Street		
			Number Street		
			Broken Arrow OK 74014		
			City State ZIP Code		

5. **Debtor's website (URL)** <http://www.sandersnurseryok.com/>

6. **Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

1 1 1 4

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☒ No

☐ Yes. Debtor _____ Relationship _____
District _____ When _____
MM / DD / YYYY
Case number, if known _____

List all cases. If more than 1, attach a separate list.

Debtor

Sanders Nursery & Distribution Center, Inc.
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor Sanders Nursery & Distribution Center, Inc.
Name

Case number (if known) _____

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/4/2015
MM / DD / YYYY

X Burl Berry
Signature of authorized representative of debtor
Vice President
Title

Burl Berry

Printed name

18. Signature of attorney

X /s/ Brandon C. Bickle
Signature of attorney for debtor

Date 12/4/2015
MM / DD / YYYY

Brandon C. Bickle

Printed name

Gable & Gotwals

Firm name

1100 ONEOK Plaza, 100 West Fifth Street

Number Street

Tulsa

City

(918) 595-4800

Contact phone

OK

State

74103-4217

ZIP Code

bbickle@gablelaw.com

Email address

22064

Bar number

OK

State

**RESOLUTION OF THE BOARD OF DIRECTORS OF
SANDERS NURSERY & DISTRIBUTION CENTER, INC.**

December 4, 2015

The Board of Directors of SANDERS NURSERY & DISTRIBUTION CENTER, INC., an Oklahoma corporation (the "Company"), at a duly convened meeting at which a quorum was present, adopted the following resolutions by the unanimous vote of the quorum:

WHEREAS, the Company is a domestic corporation located in Tahlequah, Oklahoma, which, *inter alia*, supplies a large variety of plants, trees, flowers, shrubs, and other garden-related products to customers in the northeast Oklahoma area and surrounding states to its customers; it is therefore --

RESOLVED, that, in the business judgment of the Board of Directors of the Company, due to the circumstances affecting the Company, it is desirable and in the best interest of the Company, its creditors, and other parties in interest that the Company file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"); and is further

RESOLVED, that the Vice-President of the Company, Burl Berry (the "Authorized Officer"), is hereby authorized, empowered and directed on behalf of the Company to execute, deliver, verify and file a petition in the United States Bankruptcy Court in such form and at such time as the Authorized Officer executing the petition on behalf of the Company shall determine appropriate, and the execution and delivery thereof by such Authorized Officer shall be conclusive evidence of such officer's determination and this Board's approval thereof; and it is further

RESOLVED, that the Authorized Officer, is hereby authorized, directed, and empowered, on behalf of and in the name of the Company, to execute, deliver, verify, and/or file, or cause to be filed (or direct others to do so on his behalf as provided herein) all documents necessary or appropriate in connection with the filing of said bankruptcy petition, including, without limitation, petitions, schedules, lists, and other motions, papers, or documents, and to take any and all action that he deems necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the operation of the Company's business; and it is further

RESOLVED, that the Authorized Officer is hereby authorized and directed to employ the law firm of Gable & Gotwals, P.C. of Tulsa, Oklahoma as bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officer is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of Gable & Gotwals, P.C.; and it is further

RESOLVED that the Authorized Officer, and any employees or agents (including counsel) designated by or directed by the Authorized Officer be, and each hereby are, **authorized** and empowered to cause the Company to enter into, execute, deliver, certify, file, and/or record and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates, and other documents and to take such other actions as in the judgment of the Authorized Officer shall be or become necessary, proper, and desirable to prosecute to a successful completion the Chapter 11 case, to effectuate the restructuring of the Company's debt, other obligations, organizational form, and structure of the Company consistent with the foregoing votes and to carry out and put into effect the purposes of the foregoing votes and the transactions contemplated by these votes, their authority thereunto to be evidenced by the taking of such actions; provided however, that the Board of Directors shall separately approve any Plan of Reorganization prior to its filing with the court; and it is further

RESOLVED that all actions previously taken by any Authorized Officer in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed and approved as acts of the Company; and it is further

RESOLVED that the Board hereby confirms that these resolutions supersede any prior resolutions of the Board, if any, that are inconsistent with these resolutions solely to the extent of any such inconsistency.


Assistant Secretary


Chairman of the Board